

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

WARREN HILL, LLC : CIVIL ACTION
: :
v. : :
: :
SFR EQUITIES, LLC : NO. 18-1228

ORDER

AND NOW, this 8th day of February, 2019, for the reasons set forth in the accompanying memorandum, it is hereby ORDERED that:

(1) the motion of defendant SFR Equities, LLC for partial summary judgment regarding the interpretation of Section 1.2(d) of the parties' Membership Interest Purchase Agreement is GRANTED in part and DENIED in part;

(2) the defendant's motion for partial summary judgment is DENIED to the extent that defendant seeks to exclude the Vendor Assistance Program, LLC's payments to Bluestone Capital Markets, LLC and Blue Stone Finances, LLC in the calculation of net income under § 1.2(d) of the parties' Membership Interest Purchase Agreement; and

(3) the defendant's motion for partial summary judgment is GRANTED to the extent that defendant calculates under § 1.2(d) of the parties' Membership Interest Purchase Agreement the Revenue of the Vendor Assistance Program, LLC

based on fees actually received and not on fees to which the Vendor Assistance Program, LLC may be entitled but which have not yet been received.

BY THE COURT:

/s/ Harvey Bartle III

J.